

EXHIBIT B

(Proposed Order)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

LEHMAN BROTHERS HOLDINGS INC., et al.,

Debtors.

Chapter 11
Case No. 08-13555 (JMP)

In re

LEHMAN BROTHERS INC.,

Debtor.

Case No. 08-01420 (JMP) SIPA

**ORDER GRANTING JPMORGAN CHASE BANK, N.A.'S MOTION
TO SEAL PORTIONS OF THE OBJECTION TO PORTIONS OF PROOFS OF CLAIM
NO. 66462 AGAINST LEHMAN BROTHERS HOLDINGS INC. AND NO. 4939
AGAINST LEHMAN BROTHERS INC. OF JPMORGAN CHASE BANK, N.A.
REGARDING TRIPARTY REPO-RELATED LOSSES PURSUANT TO SECTION
107(b) OF THE BANKRUPTCY CODE**

Upon the motion, dated October 24, 2011 (the "Motion") of JPMorgan Chase Bank, N.A. ("JPMorgan") to seal portions of the Objection to Portions of Proofs of Claim No. 66462 Against Lehman Brothers Holdings Inc. and No. 4939 Against Lehman Brothers Inc. of JPMorgan Chase Bank, N.A. Regarding Triparty Repo-Related Losses (the "Objection"); and the Court having jurisdiction to consider the Motion and relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the United States District Court for the Southern District of New York, dated July 19, 1984 (Ward, Acting C.J.); and venue in this Court being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice having been provided; and it appearing that no other notice need be provided; and any objections to the Motion having been resolved, withdrawn or otherwise

overruled by this Court; and after due deliberation, and sufficient cause appearing therefor, it is hereby

ORDERED that the Motion is granted; and it is further

ORDERED that, pursuant to section 107(b) of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 9018 of the Federal Rules of Bankruptcy Procedure, the redacted portions of the Objection shall be sealed; and it is further

ORDERED that the requirement pursuant to Local Rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York that JPMorgan file a memorandum of law in support of the Motion is hereby waived.

Dated: New York, New York
_____, 2011

THE HONORABLE JAMES M. PECK
United States Bankruptcy Judge